

A.F. talking points

From mark.phillips@protonmail.com <mark.phillips@protonmail.com>  
To Jon Gordon<jg@ryanbreslow.com>  
Date Thursday, December 8th, 2022 at 2:59 AM

The following is an edited overview of talking points. Re-reading this continues to make me feel uncomfortable with any discussion of shutting the project down. I do think over a governance vote and contributors being provided with "redemption" rights we can de-risk - even if we are able to get releases and return all the money after A.F., the law firm, you and I alone are damaged more than what A.F. has and is certainly personally liable for his statements, inducements, and dissembling - how he is looking to Ryan to effectively completely and personally absorb his pre-launch spending mistakes, launch and post launch distractions - including now.

This is where re-reading this makes me very upset, and what I relied upon when hiring the few people we have working on creating a viable product that provides value.

I think it would be well worth providing a shorter distilled version of this - perhaps just quotes from the materials and the materials themselves to A.F. and R.F. in an email, it is clear and plain evidence which won't magically disappear and certainly will ensure that the various one-on-one discussions and whatever the f\*\*k A.F. or anyone else tells himself to somehow convince themselves otherwise - is very far from reality.

I am again providing you with the pdf, attachment, and if you would like to edit and reshape, the docx and the exhibits.

Regards,  
Mark Phillips

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1.89 MB 4 files attached

20221208 A.F. talking-points.pdf 314.88 KB

20221208 A.F. talking-points.docx 22.66 KB

Movement Opinion w-Memo.zip 1.56 MB

publickey - mark.phillips@protonmail.com - 0x49631D56.asc 1.73 KB

A.F. talking points memo

## Overview

This memo provides the reader with high-level facts to discuss with A.F. with regards to his actions in the launch of the movement gnosis, specifically his actions.

1. A.F. was presented in or about 9/1/2022 as the CEO/project-leader for movement with complete authority.
2. In Dec. 2021, A.F. completely set aside all the work underway forked from Flamingo DAO and had engaged a Ukrainian development team to implement a UX of which was substantially unimplemented. i.e., the Ukrainian team modified some CSS but contributed less than 1% of the overall code for the launched website.
3. A.F. incurred expenses with designers and development team through April of 2022, with minimal integration into the live site which was ultimately a "sandbox" using only transfer ETH to a Gnosis a no other blockchain technology.
4. A.F. completely disrupted any development efforts in place of his Ukrainian team who ultimately never performed anything further than leveraging A.F. for additional payments.
5. A.F. dismissed virtually all the edits from J.G., M.P., and R.Y. instead authoring substantially all the GitBook content (more later).
6. A.F. used 3<sup>rd</sup> party names from OpenLaw and R.Y. law firm as reasons to trust the project in copy published online. The GitBook's representations, Terms of Services are the agreement between A.F. and the initial contributors and all subsequent contributors. Contributors and their funds to the Gnosis after 2/2/2022 relied on the statements made in the GitBook and Terms of Service.

A.F. in leading and directing all aspects of the Movement DAO launch, including authoring the GitBook<sup>1</sup>, which would serve as the project's agreements. Material statements include:

"These tokens will be used to provide authentication into community chat rooms (Discord), voting activities (Snapshot), and participation in the movement. However, the token does not entitle the holder to the expectation of any profits from a movement nor is there a guarantee that the tokens will increase in value over time. The purchase of the governance token is simply the threshold that allows the purchaser to participate in the governance of the movement endowment that allows the purchaser a voice in the movements that the DAO should support" Pg. 1, Let's Start A movement.

"The principal balance of the endowment is designed to stay locked in perpetuity and to provide continuous funding to the Movements it supports." Pg. 2, Basics.

"\$Movement tokens are not to be deemed or interpreted to be representative of any kind of: Investment (whether secured or unsecured), equity interest, proprietary interest and economic rights ... right, title, interest or benefit whatsoever in whole or in part, in any person or property, or any assets" Pg. 5, Tokens.

"TERMS AND CONDITIONS OF TOKEN SALE AND USE, A purchase of Tokens is non-refundable and cannot be cancelled. ... A purchase of Tokens involves many, varied risks which can result in the loss of all amounts paid." Pg. 12, Terms and Conditions.

"A registered law firm acts as a signatory on the fund's wallet. They therefore owe a fiduciary duty to the movement and will employ their expertise to ensure that no funds are moved in violation of the movement rules and no requests for funding would be indicative of fraudulent activity." Pg. 31, Fair Launch.

"The Movement DAO system is built in a way that designs bad behavior out of the system by using carefully designed incentive systems. The initial seeder's tokens will be locked for 5 years from launch, meaning there is no return on investment to the founders until the platform is fully built, operational and successful in its objectives." Pg. 70, FAQ, "Why should I trust this platform?"<sup>3</sup>

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Token sale, <https://daolabs-docs.on.fleek.co/daolabs/examples/move/proposals/exhibits/token-sale-use.md>  
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 FAQ, <https://daolabs-docs.on.fleek.co/daolabs/examples/move/proposals/exhibits/faq.md>

In addition to the above public disclosures, A.F. specifically stated: A.F. reduced to \$3m to remove any sell pressure, "100% aligned with the long-term success, for the long haul", see Exhibit E.<sup>4</sup>

<sup>1</sup> The launch GitBook copy is provided as Exhibit A.

<sup>2</sup> Branches state 4, 5, and # years.

<sup>3</sup> <https://daolabs-docs.on.fleek.co/daolabs/examples/move/proposals/exhibits/faq.md>

<sup>4</sup> Signal communication A.F. understanding that his funds were illiquid, and he was removing "all sell pressure" and "100% aligned with only the long term success." And "log haul".

8:52



Merkaba Jedi Knights



R

Mom time!

Jan 22, 2022

Jan 24, 2022

**Alexander Fine**

Hey guys — quick update.  
Originally I planned to put all my money in Ted. Now I realize that this choice could create unnecessary sell pressure. I wouldn't want that sell pressure to harm the project.

I channeled and decided to do an amount that would remove all sell pressure. I'll be putting in \$3m, not \$3.6m. This enables me to be 100% aligned with only the long term success.

Here for the long haul 💪🚀

-Steve

3:33 PM



3

AF

**Ryan**

Great call Steve 👍

3:41 PM



New Message



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